

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

A & B AUTO WORLD LIMITED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: August 17, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Hunt*

**ARTICLES OF INCORPORATION
OF**

A & B AUTO WORLD LIMITED

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The undersigned, a natural person of full legal age and being legally competent to enter into contracts, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is A & B Auto World Limited and its duration shall be perpetual.

ARTICLE II

The initial registered office of this Corporation in the State of Idaho shall be located at 11671 West Florida Drive, Boise, Idaho 83709. The initial registered agent at said address shall be Anna G. Hoard.

ARTICLE III

The name and address of the incorporator is as follows:

Alan L. Schneider
5200 S.W. Macadam Avenue, Suite 480
Portland, Oregon 97201

ARTICLE IV

The purpose and powers of the Corporation are:

1. To engage in the business of owning, leasing and disposing of real and personal property, and interests therein.
2. To purchase, acquire, apply for, register, secure, hold, own, sell, or otherwise dispose of trademarks, trade names, copyrights, and similar rights granted by the United States or

any other government, including the granting of licenses with respect to such copyrights and other rights.

3. To engage in any lawful activity for which a corporation may be organized under the laws of the State of Idaho.

4. The several clauses contained in this Article IV shall be construed both as purposes and powers, and the scope of each clause, shall not be limited or restricted by any statement made in another but each shall be regarded as independent purposes and powers. The Corporation shall have all the powers now or hereafter conferred by the laws of the State of Idaho and of any other state or country in which it may be operating, whether or not specifically set forth herein and the enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the powers of this Corporation.

ARTICLE V

1. The aggregate number of shares of capital stock which this Corporation shall have authority to issue is 10,000 shares of common stock, par value one cent (\$.01) per share.

2. All shares of the Corporation's outstanding stock shall have full voting rights and shall be equal to one another with respect to voting rights.

3. Shares of the Corporation's outstanding stock shall be entitled to receive dividends out of funds legally available for payment thereof, payable at the discretion of the Board of Directors.

4. No shareholder shall, by reason of his, her or its

ownership of the Corporation's stock, have any preemptive or similar right to purchase or subscribe for any shares of stock or securities convertible into or exchangeable for stock of the Corporation.

5. Shares of the Corporation's stock shall be non-assessable.

ARTICLE VI

The business and affairs of the Corporation shall be managed by a governing board called the Board of Directors. The number of directors shall be fixed by the Bylaws of the Corporation, but shall not be less than the number of shareholders unless there is more than three (3) shareholders.

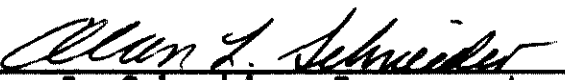
ARTICLE VII

1. The initial Board of Directors shall consist of one Director whose name and address is as follows:

Anna G. Hoard
11671 West Florida Drive
Boise, Idaho 83709

2. In furtherance of and in addition to, and not in limitation of, the powers conferred on directors by law, the Board of Directors shall have such other powers as may be enumerated in the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of August, 1992.


Alan L. Schneider, Incorporator